



ENTERED
09/02/2010

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION

IN RE:	§	Chapter 11
	§	
USA DRY VAN LOGISTICS, L.L.C. ¹ , <i>et al.</i> ,	§	Case No. 10-20102
	§	
Debtor.	§	Jointly Administered

***Third Interim Order on the Motion of
PACCAR Financial Corp. for Relief from the Automatic Stay***

777

Came on for consideration the Motion for Relief from the Automatic Stay as to Fifty-One Leased Trucks Pursuant to 11 U.S.C. §362(d)(1) Or, Alternatively, Pursuant to 11 U.S.C. §362(d)(2) (the "Motion") filed by PACCAR Financial Corp. ("PFC"). In accordance with the agreement of the parties, it is hereby,

ORDERED that, with regard to the forty-four (44) remaining 2008 Kenworth Model T660 Truck/Tractors with Vehicle Identification Numbers ending in 213043, 213045 through 213061, 213063 through 213066, 213068, 213070 through 213088, 213091, and 213092 that PFC leased to USA Logistics Carriers, L.L.C. (collectively, the "Retained Trucks"), and as adequate protection for PFC's interests in the Retained Trucks for the month of September, 2010, the Debtors shall pay direct to PFC the total sum of \$69,417, such \$69,417 adequate protection payment being due and payable by no later than 5:00 p.m. Pacific Time on Friday, September 3, 2010. It is further,

¹ Golagale Holdings, L.L.C.; USA Logistics Carriers, L.L.C.; USA Log. Carriers, L.L.C.; USA Dry Van Logistics, L.L.C.; North American Trailer Rentals, L.L.C.; South Texas Petroleum, L.L.C.; and LA & G Investment Co, L.L.C. The corporate address for all debtors is 3101 West Military, McAllen, Texas 78503. Joint administration under the above style and case number has been ordered by the United States Bankruptcy Court on February 3, 2010. The use of the term "Debtor" shall refer to all debtors.

ORDERED that, as adequate protection for PFC's interests in the Retained Trucks for the month of October, 2010, the Debtors shall pay direct to PFC the additional total sum of \$69,417, such additional \$69,417 adequate protection payment being due and payable by no later than 5:00 p.m. Pacific Time on Monday, October 4, 2010. It is further,

ORDERED that the adequate protection payments made by the Debtors to PFC in accordance with the terms of this Third Interim Order can either be mailed by the Debtors direct to PFC at P.O. Box 1518, Bellevue, Washington 98009-1518, or they can be hand delivered by the Debtors direct to PFC at 777 106th Avenue N.E., Bellevue, Washington 98004, but same should be addressed to the attention of Ms. Laurie Smith. It is further,

ORDERED that all other matters raised by the Motion should be, and are hereby, passed for consideration by the Court at a rescheduled final hearing on the Motion to be held at 2:00 p.m. on Monday, November 15, 2010, in the courtroom located at 1133 North Shoreline Boulevard, 2nd Floor, in Corpus Christi, Texas. It is further,

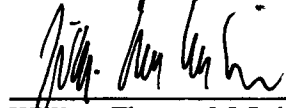
ORDERED that the automatic stay of Bankruptcy Code § 362(a) and Bankruptcy Rule 4001(a)(3) shall remain in full force and effect as it applies to PFC and the Retained Trucks pending further order of the Court.

SIGNED this _____ day of _____
September 2, 2010



HONORABLE RICHARD S. SCHMIDT
UNITED STATES BANKRUPTCY JUDGE

AGREED AS TO FORM AND SUBSTANCE:

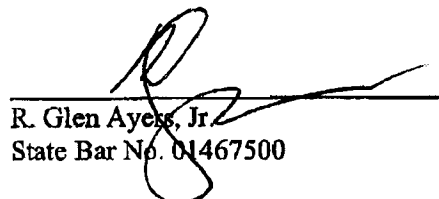


William Thomas McLain

State Bar No. 13737680

REAGAN & McLAIN
6060 North Central Expressway
Suite 690
Dallas, Texas 75206
(214) 691-6622
(214) 691-2984 (telecopy)

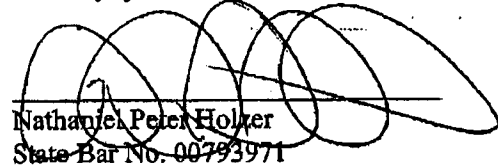
Attorneys for PACCAR Financial Corp.



R. Glen Ayers, Jr.
State Bar No. 01467500

LANGLEY & BANACK, INCORPORATED
745 East Mulberry
Suite 900
San Antonio, Texas 78212
(210) 736-6600
(210) 735-6889 (telecopy)

Attorneys for the Debtors



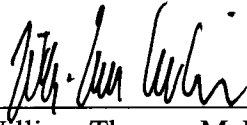
Nathaniel Peter Holzer
State Bar No. 00793971

JORDAN, HYDEN, WOMBLE, CULBRETH & HOLZER, PC
500 North Shoreline Boulevard
Suite 900
Corpus Christi, Texas 78471
(361) 884-5678
(361) 884-5616 (telecopy)

Attorneys for General Electric Capital Corporation

Certification

The undersigned hereby certifies compliance with Bankruptcy Local Rule 4001.



William Thomas McLain